

The Huntington National Bank

105 East Fourth Street, Suite 200,
Cincinnati, OH 45202
513/639-8342; fax 513/877-343-5676

Surface Transportation Board
Office of Proceedings
395 E Street, SW
Washington, DC 20423-0001

~~RECEIVED~~ 29314 FILED

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June 8, 2010

SURFACE TRANSPORTATION BOARD

Dear Surface Transportation Board,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 (a) is a copy of a Memorandum of Lease, dated as of April 28, 2010, a primary document as defined in the Board's Rules of Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: The Huntington National Bank
105 East Fourth Street, Suite 120
Cincinnati, OH 45202

Lessee: Rail Connection, Inc.
737 Eleanor Industrial Park
Eleanor, WV 25070

A description of the railroad equipment covered by the enclosed document is listed below with the prior markings noted in parenthesis:

(10) Steel Open Top Hopper Railcars

APPX 7300 (SOO 62845), APPX 7301 (SOO 62842), APPX 7302 (SOO 62815), APPX 7303 (SOO 62917),
APPX 7304 (SOO 62857), APPX 7305 (SOO 62804), APPX 7306 (SOO 62872), APPX 7307 (SOO 62896),
APPX 7308 (SOO 62817), APPX 7309 (SOO 62888)

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

If you have any questions, please don't hesitate to call.

Sincerely,



Todd A. Schemmel
Sales Coordinator
The Huntington National Bank
105 East 4th Street CN01
Cincinnati, OH 45202
Direct Line: (513) 639-8342
Fax: (877) 343-5676
Todd.Schemmel@Huntington.com



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MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

- 1.) Pursuant to that certain Master Lease Agreement dated April 10, 2010 and the related Financing Lease Schedule No. 6243.17 dated April 10, 2010 (collectively, the "Lease Agreement"), has leased to the Lessee the railroad cars identified on Exhibit A attached hereto and made a part hereof (the "Cars"). Said lease of the Cars is referred to hereinafter as the "Lease".
- 2.) The addresses of the parties are as follows:

Lessor: **The Huntington National Bank**
 Equipment Finance Division
 105 East Fourth Street
 Cincinnati, OH 45202

Lessee: **Rail Connection, Inc.**
 PO Box 800
 Eleanor, WV 25070
- 3.) The term of the Lease is five years commencing on April 28 2010 and will expired on April 28 2015 unless otherwise extended or amended by the parties
- 4.) The terms and provisions of the Lease are more particularly set forth in the Lease Agreement
- 5.) This Memorandum of Lease may be executed in any number of counterparts, each of which is so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same document, which may be evidenced by any such signed counterpart.

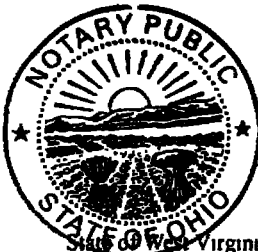
IN WITNESS WHEREOF, the parties hereto have caused this Memorandum to be executed as of

The Huntington National Bank

By: [Signature]
 Name: Todd A. Schemmel
 Title: Sales Coordinator

State of Ohio, County of Hamilton

On 6/8/10 before me personally appeared Todd A. Schemmel to me personally know, who being by me duly sworn says that his is Sales Coordinator of the Huntington National Bank, and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



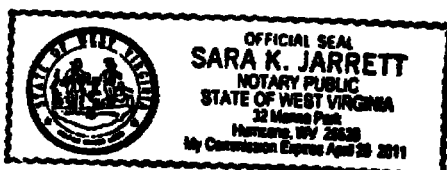
CLARISSA L. FISCUS
 Notary Public, State of Ohio
 My Commission Expires
 November 27, 2012

[Signature]
 Notary Public
 My commission expires 11/27/12

Rail Connection, Inc.
 By: [Signature]
 Name: Warren K. Higginbotham
 Title: V.P.

State of West Virginia, County of Putnam

On 4-27-10 before me personally appeared Warren K. Higginbotham to me personally know, who being by me duly sworn says that he is Vice President of Rail Connection, Inc. and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



[Signature]
 Notary Public
 My commission expires April 26, 2011



**EXHIBIT A
DESCRIPTION OF RAILCARS**

This is Exhibit A to the Memorandum of Lease dated April 28, 2010 between The Huntington National Bank "Lessor" and Rail Connection, Inc., "Lessee".

Quantity of Cars: (10) Ten

Description of Cars: Three Pocket, 4,000 Cubic Capacity, 100-Ton Load Limit, Steel Open Top Hopper Railcars Bearing the markings listed below;

APPX 7300 (SOO 62845), APPX 7301 (SOO 62842), APPX 7302 (SOO 62815), APPX 7303 (SOO 62917),
APPX 7304 (SOO 62857), APPX 7305 (SOO 62804), APPX 7306 (SOO 62872), APPX 7307 (SOO 62896),
APPX 7308 (SOO 62817), APPX 7309 (SOO 62888) WK4